

KUMMER, KNOX, NAUGHTON & HANSBURY

ATTORNEYS AT LAW

LINCOLN CENTRE

299 CHERRY HILL ROAD

PARSIPPANY, NEW JERSEY 07054

STEPHAN C. HANSBURY\*

STEPHEN R. KNOX\*

RICHARD E. KUMMER\*

MICHAEL J. NAUGHTON\*

LINDA M. DEVENUTO\*

GAIL H. FRASER

KURT W. KRAUSS

TELEPHONE

(201) 335-3900

TELECOPIERS

(201) 335-9577

(201) 335-8275

October 14, 1994

NJ BAR ONLY

\* NJ & NY BARS

\* CERTIFIED CIVIL TRIAL ATTORNEY

**Via Facsimile and Regular Mail**

Edward A. Hogan, Esq.

Porzio, Bromberg & Newman

163 Madison Avenue

Morristown, New Jersey 07962-1997

Re: Hexcel Corporation  
205 South Main St.  
Lodi, Bergen County, New Jersey  
ISRA Case No. 86009  
Request for Access  
Your File No. 03598.23357

Dear Ed:

I am in receipt of your September 30, 1994 letter concerning Hexcel's formal request for access pursuant to §40 of the Industrial Site Recovery Act ("ISRA"), N.J.S.A. 13:1K-6 et seq. I have forwarded a copy of your letter with attachments to Fine Organics for their review and comment. Please excuse our delay in responding to same, I did not receive the "map" (depicting the proposed sewer location and related areas) enclosed with your letter until Monday, October 3, 1994. Also, as you may know, I was in California with your partner, John Newman and other representatives from Hexcel and Fine Organics through October 5, 1994, in an attempt to negotiate a settlement of Fine Organics' proof of claim filed in the Bankruptcy Court in California.

Fine Organics is surprised that Hexcel is proceeding formally for access pursuant to §40 of ISRA. Fine Organics has never denied Hexcel reasonable access to its property since the matter began back in 1986. Moreover, Fine Organics has never objected to Hexcel's plan to install a separate sewer line at the subject property. Indeed, Hexcel's equipment and/or its consultants have continually occupied and performed work at the property since 1986.

SDMS Document



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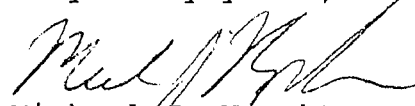
As you are aware, Fine Organics is required to provide Hexcel with reasonable access to its property pursuant to the terms of the January 20, 1986 License/Access Agreement between the parties. The record is clear that since 1986 Fine Organics has complied with that Agreement. Based upon the above, Fine Organics disputes Hexcel's specific allegations in its papers filed with the United States Bankruptcy Court for the Northern District of California and Hexcel's apparent representations to the NJDEP that Fine Organics has delayed or prevented Hexcel from implementing remedial activities at the property by denying it access. Any delay in the implementation of Hexcel's NJDEP approved 1990 Cleanup Plan and related activities is the result of Hexcel's conduct in this matter, not Fine Organics.

In any event, so there is no mistake, Fine Organics has and will continue to provide Hexcel with reasonable access to the its property so that Hexcel can expeditiously comply with its requirements under ISRA, the NJDEP's September 15, 1994 letter directive and so that Fine Organics will continue to comply with the terms of the 1986 License/Access Agreement. Additionally, Fine Organics does not anticipate any problems executing the CP-1 form forwarded to us for Hexcel's Stream Encroachment Permit. Obviously, Fine Organics and Hexcel need to work out the details concerning this matter and the activities described in paragraph 2 on page 2 of your letter. For example, indemnifications will have to be provided (they may have been provided already by the contractors, however, these must be reviewed) to insure that Fine Organics is not subject to any potential liability for the proposed work. For instance, any welding or cutting operations inside the manufacturing building must be closely supervised since flammable/combustible raw materials exist there. Finally, any indemnities previously provided by Hexcel will have to be reviewed in light of Hexcel's current Chapter 11 status.

I believe that all of the above matters can be expeditiously resolved so that Hexcel can proceed with its plans in a timely fashion. In that regard, I suggest that we meet as soon as possible so that we can work out the details and discuss Fine Organics' specific concerns concerning the proposed work.

Please contact me if you have any questions.

Very truly yours,



Michael J. Naughton

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c: Mr. William Reidy (via facsimile)  
Mr. Jim Higdon  
Mr. Joseph Nowak, Case Manager